

CARTER LEDYARD & MILBURN LLP

Aaron Cahn
Carter Ledyard & Milburn LLP
2 Wall Street
New York, New York 10005
Telephone: (212) 732-3200
Bankruptcy@clm.com

TALCOTT FRANKLIN P.C.

Talcott J. Franklin
208 N. Market Street, Suite 200
Dallas, Texas 75202
Telephone: (214) 736-8730
Tal@talcottfranklin.com
Attorneys for Ad Hoc Consortium of RMBS Holders

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____	x	
	:	Case No. 12-12020
In re:	:	
	:	Chapter 11
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> , ¹	:	
	:	Jointly Administered
Debtors.	:	
_____	x	

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

¹ The Debtors are: Ditech, LLC; DOA Holding Properties, LLC; DOA Holdings NoteCo, LLC; DOA Properties IX (Lots-Other), LLC; EPRE LLC; Equity Investment I, LLC; ETS of Virginia, Inc.; ETS of Washington, Inc.; Executive Trustee Services, LLC; GMAC Model Home Finance I, LLC; GMAC Mortgage USA Corporation; GMAC Mortgage, LLC; GMAC Residential Holding Company, LLC; GMACM Borrower LLC; GMACR Mortgage Products, LLC; GMAC-RFC Holding Company, LLC; GMACRH Settlement Services, LLC; HFN REO SUB II, LLC; Home Connects Lending Services, LLC; Homecomings Financial, LLC; Homecomings Financial Real Estate Holdings, LLC; Ladue Associates, Inc.; Passive Asset Transactions, LLC; PATI A, LLC; PATI B, LLC; PATI Real Estate Holdings, LLC; RAHI A, LLC; RAHI B, LLC; RAHI Real Estate Holdings, LLC; RCSFJV2004, LLC; Residential Accredit Loans, Inc.; Residential Asset Mortgage Products, Inc.; Residential Asset Securities Corporation; Residential Capital, LLC; Residential Consumer Services of Alabama, LLC; Residential Consumer Services of Ohio, LLC; Residential Consumer Services of Texas, LLC; Residential Consumer Services, LLC; Residential Funding Company, LLC; Residential Funding Mortgage Exchange, LLC; Residential Funding Mortgage Securities I, Inc.; Residential Funding Mortgage Securities II, Inc.; Residential Funding Real Estate Holdings, LLC; Residential Mortgage Real Estate Holdings, LLC; RFC Asset Holdings II, LLC; RFC Asset Management, LLC; RFC Borrower LLC; RFC Construction Funding, LLC; RFC SFJV-2002, LLC; and RFC-GSAP Servicer Advance, LLC.

PLEASE TAKE NOTICE that the undersigned appear pursuant to the rules 2002 and 9010(B) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and section 1109(b) of title 11 of the United States Code, §§ 101, *et seq.* (the “Bankruptcy Code”), in the above-captioned cases on behalf of an Ad Hoc Consortium of RMBS holders (the “Ad Hoc Consortium”), and request that all notices given or required to be given and all papers served in these cases be delivered to and served on the parties identified below at the following addresses:

Aaron R. Cahn
Leonardo Trivigno
Carter Ledyard & Milburn LLP
2 Wall Street
New York, NY 10005
Telephone: (212) 732-3200
Fax: (212) 732-3232
Email: bankruptcy@clm.com

– and –

Talcott J. Franklin
Derek S. Witte
TALCOTT FRANKLIN P.C.
208 N. Market Street, Suite 200
Dallas, Texas 75202
Telephone: (214) 736-8730
Fax: (877) 577-1356
Email: Tal@talcottfranklin.com
Email: Derek@talcottfranklin.com

PLEASE TAKE FURTHER NOTICE that pursuant to section 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the above-mentioned Bankruptcy Rules, but also includes, without limitation, all orders, applications, motions, petitions, pleadings, requests, complaints or demands, whether formal or informal,

written or oral, transmitted or conveyed by mail delivery, telephone, facsimile or otherwise, in these cases.

PLEASE TAKE FURTHER NOTICE that this Notice of Appearance, and any subsequent appearance, pleading, claim, or suit, is not intended, nor shall be deemed, to waive the Ad Hoc Consortium's (i) right to have final orders in non-core matters entered only after *de novo* reviewed by a United States District Court Judge; (ii) right to trial by jury in any proceeding so triable herein or in any case, controversy or proceeding related hereto; (iii) right to have the reference withdrawn by the United States District Court Judge in any matter subject to mandatory or discretionary withdrawal; or (iv) other rights, claims, actions, defenses, setoffs or recoupments to which the Ad Hoc Consortium is or may be entitled under agreements, in law, or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments expressly are hereby reserved.

[Remainder of this page intentionally left blank]

Dated: July 13, 2012
New York, New York

CARTER LEDYARD & MILBURN LLP

/s/ Aaron R. Cahn
Aaron R. Cahn
Leonardo Trivigno
Carter Ledyard & Milburn, LLP
2 Wall Street
New York, NY 10005
Telephone: (212) 732-3200
Fax: (212) 732-3232
Bankruptcy@clm.com

– and –

Talcott J. Franklin
Derek S. Witte
TALCOTT FRANKLIN P.C.
208 N. Market Street, Suite 200
Dallas, Texas 75202
Telephone: (214) 736-8730
Fax: (877) 577-1356
Tal@talcottfranklin.com
Derek@talcottfranklin.com